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INTERNATIONAL GAME TECHNOLOGY

Form 4

December 16, 2004

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **BAKER G THOMAS**

2. Issuer Name and Ticker or Trading

Symbol

INTERNATIONAL GAME TECHNOLOGY [IGT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last)

(First)

(Street)

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title

below)

Other (specify below)

9295 PROTOTYPE DRIVE

12/15/2004

Chairman 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

RENO, NV 89521

| (City) | (State) | (Zip) Tak | ole I - Non- | Derivative : | Securi | ities Acquire | ed, Disposed of, o | or Beneficially | Owned |
|--------------------------------------|--------------------------------------|---|---|---|--------|---------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securitie or Disposed o (Instr. 3, 4) Amount | f (D) | uired (A) or | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock (1) | 12/15/2004 | | M | 175,000 | A | \$ 11.25 | 177,024 | D | |
| Common Stock | 12/15/2004 | | S | 175,000 | D | \$ 35.0778 | 2,024 (3) | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amour Underlying Securit (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--|--------------------------------------|--|--------------------|--|--------------------|
| (11341.0) | Derivative Security | | (2.15.11.12 t.j., 12.11.) | (IIISUI O) | Disposed of (D) (Instr. 3, 4, and 5) | | | | |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo Num Shar |
| Employee Stock Option (1) | \$ 11.25 | 12/15/2004 | | M | 175,000 | 12/05/2001(2) | 12/05/2010 | Common Stock | 175 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|----------|-------|--|--|--|
| • 0 | Director | 10% Owner | Officer | Other | | | |
| BAKER G THOMAS 9295 PROTOTYPE DRIVE | X | | Chairman | | | | |
| RENO, NV 89521 | Λ | | Chairman | | | | |

Signatures

Virginia Williams, Attorney-In-Fact for G. Thomas
Baker
12/16/2004

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Employee Stock Option (right to buy) granted pursuant to the International Game Technology Stock Option Plan.
- (2) The option became exercisable in equal installments over a three-year period at the rate of 33-1/3% per year, commencing on the first anniversary date of the grant.
- (3) In addition to the 2,024 shares held by Mr. Baker, 32,744 shares are held in Mr. Baker's 401-K Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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